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SECTION 2
PARCEL A

2.1 INTRODUCTION

Parcel A is approximately 1166 acres in size and includes Parcels A, B and C of the East Region of the Millennium Addition, Tract A of the McWhinney Addition, Parcels C and D of the Savanna Addition and the East and Central Parcels of the Grange Addition.

This site is located at the northeast corner of I-25 and US 34 (East Eisenhower Boulevard). The site is divided by the Union Pacific Railroad tracks, which run roughly from the northwest corner of the site to the southeast corner of the site. The Greeley – Loveland Irrigation Canal and the Farmers Ditch cross the southern portion of the site. Refer to Map 1 and Map 4 in Section 11, for the location of Parcel A.

2.2 LAND USE INFORMATION

2.2.1 Existing Land Uses

Parcel A-3 is currently being developed as a regional shopping mall. The balance of Parcel A has existing agricultural activities and related uses and mineral extraction uses (2 oil wells). The existing agricultural uses are to be allowed to continue as legal non-conforming uses within this parcel.

There are two existing oil wells, buried concrete vaults and burn-off valve assemblies as well as four oil tanks near the northeast corner of this parcel. To the extent that the Developer acquires control of the mineral rights, the oil wells will be abandoned and the related structures listed above, will be removed and disposed of properly off-site prior to issuance of a building permit for development within 350' of the wells.

According to the Mineral Extraction Report prepared by Terracon on December 24, 1998 and the Mineral Extraction Report prepared by Earth Engineering Consultants, Inc. on March 29, 2007, there are no economically viable sand and gravel resources to be extracted from this parcel.

2.2.2 Proposed Land Uses

The land use categories for Parcel A include Institutional/Civic/Public, Light Commercial Uses, Heavy Commercial Uses, Light Industrial Uses, Heavy Industrial Uses (a maximum of 8,100,000 gross square feet of commercial and industrial uses), Mixed Use Village Center, Residential Mixed Use Neighborhood (MUN), Residential Uses (not in an MUN) and Parks and Open Space Uses. The total number of permitted Dwelling Units in Parcel A is 3,781, however, each Subparcel in Parcel A in which residential uses are allowed is also subject to a total number of Dwelling Units therein as set forth below:

Parcel A-1	1,250
Parcel A-2	880
Parcel A-3	1,000
Parcel A-5	632
Parcel A-6	664
Parcel A-7	127
Parcel A-8	688

It is intended that Parcels A-6 and A-7 develop primarily with residential uses and that non-residential uses in such parcels, although permitted, will be secondary and complementary to the residential uses.

Refer to Section 1.3 for a detailed list of the specific uses within each land use category, and the Land Use Legend on Map 4 in Section 11 for the identification of each land use category as either a Use-by-Right or a Special Review Use.

Section 12 contains the review processes applicable to such uses. Please refer to Section 12.1.2 and General Condition No. 12 for information on the ability to increase the number of Dwelling Units.

2.2.3 Density

The maximum density of residential developments in Parcel A is provided on Map 4 in Section 11 and in Sections 9 and 10.

Density within a 300-foot wide strip along a portion of the north edge of Parcel A-5 and along the east

edge of Parcel A-5 is limited to 3 Dwelling Units per gross acre (see Map 4 in Section 11). Density within a 300-foot wide strip along a portion of the east edge of Parcel A-2 is limited to 10 Dwelling Units per gross acre (see Map 4 in Section 11).

2.2.4 Airport Influence Area

Any Special Conditions applicable to development in Parcel A because of its proximity to the Airport are included in the Special Conditions attached as Appendix 2-1 attached to this Section 2.

2.3 CIRCULATION

2.3.1 Site Access

Subject to City approval of specific Development Projects, primary access to the Subparcels of Parcel A will be from US 34. Additional access points will be from High Plains Boulevard on the east and from Crossroads Boulevard on the north. There will also potentially be a future access from the west via the extension of Kendall Parkway under I-25.

2.3.2 Internal Circulation

An integrated network and hierarchy of transportation ways will be provided for automobiles, pedestrians, bicyclists, and public transportation.

Centerra Parkway is the primary access/circulation road between US 34 (East Eisenhower Boulevard) and Crossroads Boulevard that will provide access to development sites within the parcel. Additional access points and roadways are anticipated to accommodate efficient and safe traffic flow.

Refer to Section 7 for detailed information on access, circulation, and parking.

The Conceptual Amenity Map (Map 2 in Section 11) illustrates a proposed, conceptual trail system. Although not all buffer and open space areas have trails shown on this map, they will be allowed if determined appropriate in the applicable ESAR.

Details on any proposed trail system shall be provided with applications for Preliminary Plats and/or Final Plat review or applications for a building permit. Development within Subparcel A-1 shall comply with the intent of the US 34 Corridor Plan. Refer to Section 6.9 for additional view corridor guidelines.

2.3.3 Standards

The street network for Parcel A is intended to develop as recommended in the Transportation Plan.

All streets shall comply with LCUASS as described in Section 7 and General Condition No. 21.

2.4 PUBLIC AND PRIVATE UTILITIES

The following subsections indicate the utility providers currently available to serve Parcel A. The provision of services by other utility providers will be determined at the time of development.

2.4.1 Water and Sewer

The City will provide water and sewer service. Water line extensions to serve this property are located under I-25 near the proposed Kendall Parkway and at McWhinney Boulevard. These water line extensions continue east along Sky Pond Drive and Kendall Parkway, then north in Centerra Parkway to the north line of Parcel A. The water line system then extends east and north to the City's elevated tank located south of Crossroads Boulevard. Sanitary sewer service is provided by a combination of a gravity system in conjunction with a lift station. A sanitary sewer trunk main crosses I-25 just north of The Greeley and Loveland Irrigation Canal crossing. This main then runs north in Centerra Parkway. A lift station and gravity sewer will provide service to areas along US 34 and areas east of Centerra Parkway and north of the Union Pacific Railroad. Details of services will be worked out at time of preliminary and/or final development plan or at the time of application for a building permit.

2.4.2 Storm Drainage

Detention shall either be provided on individual sites or in regional detention ponds in accordance with the East I-25 Basin Master Drainage Plan or the City's Storm Drainage Master Plan.

2.4.3 Electric

The City's Water and Power Department will provide electricity. A 600 amp underground feeder is located along the north side of US 34, and a 200 amp underground feeder is located at the southern boundary of the Crossroads Business Park. Approximately the eastern one-quarter of this parcel is located within the Poudre Valley Rural Electric Association service territory.

A surcharge of 5% will be added to all bills for the sale of electric power to uses established after January 31, 1987 within the service territory of the Poudre Valley Rural Electric Association for a period of ten years after the effective date of the annexation of the affected Parcels or portions thereof. For Parcels A-1 through A-4 and A8, except that portion of Parcel A-1 known as the Central Parcel of the Grange Addition, the surcharge will expire October 3, 2010 (Note that the Central Parcel of the Grange Addition is not subject to the surcharge). For Parcel A-5, the surcharge will expire Ju1y 11, 2016. For Parcels A-6 and A-7, the surcharge will expire July 15, 2018.

In the event that electric power for construction is not be available, generators will have to be used for construction power. Also, an engineering deposit in the then current amount, site/utility plans, an electrical one-line drawing and construction drawings must be submitted to the Water and Power Department for the design of the underground electric extension to the building.

2.4.4 Natural Gas

It is presently anticipated that Xcel Energy Company will provide natural gas.

2.4.5 Telephone

It is presently anticipated that Qwest Communications will provide telephone and telecommunications services.

2.4.6 Irrigation Ditches

There are two existing irrigation ditches on the property, the Farmers Ditch and The Greeley and Loveland Irrigation Canal. These existing irrigation ditches will be maintained in place, boxed, lined or re-aligned as necessary. If any realignment or physical change is proposed in the ditch or improvement is proposed to any portion of an irrigation ditch, the ditch company will be contacted for approval. A copy of a letter from the ditch company shall be submitted to the City prior to any approval that directly impacts the ditch. Irrigation ditches may be used as a raw water supply for irrigation of open space areas.

2.4.7 Railroads

The Union Pacific Railroad tracks run through Parcel A roughly from the northwest corner of the site to the southeast corner of the site (see Map 4 in Section 11). In order to mitigate railroad noise and vibration, the Applicant shall provide a bufferyard between Buildings for residential occupancy on lots in Parcel A and the edge of the railroad right-of-way in accordance with the requirements set forth in Section 15, Appendix A of the GDP. See also Special Condition No. 18 in Appendix 2-1.

2.5 NATURAL AREAS

Any Environmentally Sensitive Areas within Parcel A have been identified in an ESAR. The ESARs applicable to Parcel A are provided in Section 14 of the GDP.

For Parcels A-1 and A-4, please refer to the ESAR prepared by Ecological Resource Consultants dated July 18, 2003 and revised November 20, 2003. Please refer to the ESAR prepared by FlyWater Consulting, Inc. dated October 11, 2007 for the southeast portion of Parcel A-1, which is known as the Central Parcel of the Grange Addition.
For Parcels A-2, A3 and A-8, please refer to the ESAR prepared by Cedar Creek Associates dated January, 1999.

For Parcel A-5, please refer to the ESAR prepared by Ecological Resource Consultants dated June 8,

2004.
For Parcels A-6 and A-7, please refer to the ESAR prepared by FlyWater Consulting, Inc. dated October 11, 2007.

A unique feature within Parcel A is the drainage area at the southwest corner which has been identified as a high quality habitat. A mixture of wetlands and uplands exists within this area and includes large, mature cottonwoods. This area will be protected from development within this parcel by a 75-foot buffer (as shown on Map 4 in Section 11). The mature cottonwoods will also be preserved.

2.6 LANDFORM MODIFICATION

Parcel A is relatively flat. Landform modification will occur in order to create visual interest through the site to provide screening as necessary, and/or to provide for proper management of drainage. The existing drainage pattern running roughly from the northeast to the southwest corner of the parcel will be preserved.

Refer to the Conceptual Utility/Grading Map, (Map 3 in Section 11) as well as Section 6.10.2 for additional grading information and amounts of anticipated cut and fill.

2.7 DEVELOPMENT CONDITIONS

Development within Parcel A shall be subject to the applicable General Conditions in Appendix 1-1 of Section 1 and the applicable Performance Standards in Sections 6 through 10.

Development within Parcel A shall also be subject to the applicable Special Conditions in Appendix 2-2 attached to this Section 2 and incorporated herein by this reference.

APPENDIX 2-1

SPECIAL CONDITIONS FOR PARCEL A

AIRPORT

Special Condition No. 1 (Parcels A-1, A-3, A-4 and A-8):

Those portions of Parcel A that are located within the boundaries of the Airport Influence Area (including portions of Parcels A-1, A-3 and A-8 and all of Parcel A-4) as depicted on Map 4 in Section 11 of the GDP are subject to that Avigation Easement recorded in the Larimer County Records on July 9, 2004 at Reception No. 2004-0066598.

Special Condition No. 2 (Parcels A-1, A-3, A-4 and A-8):

Those portions of Parcel A that are located within the Airport Influence Area may experience noise from low-flying aircraft as a result of 24 hour per day aircraft operations, therefore, all subdivision plats for property that is wholly or partially located within the boundaries of the Airport Influence Area as depicted on Map 4 in Section 11 of the GDP shall contain the following language: "All or a portion of the property being subdivided may be located within the Airport Influence Area of the Fort Collins-Loveland Municipal Airport. Such property may experience noise from low-flying aircraft as a result of 24 hour per day aircraft operations."

Special Condition No. 3 (Parcels A-1, A-3, A-4 and A-8):

No structures located within those portions of Parcel A that are located within the Airport Influence Area as shown on Map 4 in Section 11 of the GDP shall extend into restricted air space as defined by FAA Regulation, Part 77, and the Applicant shall comply with all applicable notice requirements of such FAA Regulation.

Special Condition No. 4 (Parcels A-1, A-3, A-4 and A-8):

Except to the extent otherwise required by applicable Federal law, all new bodies of water within the Airport Influence Area as depicted on Map 4 in Section 11 of the GDP and within a radius of 10,000 feet from the end of any runway of the Airport, shall be prohibited provided that: (1) they are larger than one-quarter acre in size; (2) they are installed after Ju1y 11, 2006; (3) they are designed to hold or retain water permanently or over extended periods of time; and (4) they are bird attractants. To the extent permitted by Federal law, this prohibition shall not apply to a relocation or expansion of any existing water body or to detention ponds that have outlet structures designed to prevent the permanent containment of water.

Special Condition No. 5 (Parcels A-1, A-3, A-4 and A-8):

No exterior lighting, reflective material, smoke emissions or electronic emissions shall be permitted in the Airport Influence Area as depicted on Map 4 in Section 11 of the GDP which would materially lower pilots' visibility or cause material interference with the Airport's navigation and communication systems. For purposes of this condition, "reflective material" is defined as glazing with a reflectivity of 65% or greater.

Special Condition No. 6 (Parcels A-1, A-3, A-4 and A-8):

The Developer shall include the following disclosure statement in all of its contracts for the sale of any of the property located within Parcel A of the GDP which is also within the Airport Influence Area as shown on Map 4 in Section 11 and further, shall include a provision in such sales contracts that the purchaser thereof shall include the following disclosure statement in all of its subsequent contracts for sale of such property: "The property subject to this contract may be located within the Airport Influence Area of the Fort Collins-Loveland Municipal Airport. Such property may experience noise from low-flying aircraft as a result of 24 hour per day aircraft operations." Each such contract

subject to this Special Condition shall expressly provide that the disclosure provision survives closing and is enforceable at law or in equity by the City as a third party beneficiary of such contract.

FEES/CREDITS/REIMBURSEMENTS

Special Condition No. 7 (Parcels A-1, A-3 and A-4):

Pursuant to the MFA, projects within Parcels A-1, A-3 and A-4 (MFA Commercial Area) shall not be eligible to receive reimbursement from the City to which they might otherwise be entitled pursuant to City Regulations, as defined in the MFA, for the design and construction of public improvements therein, with the exception of the following reimbursements:

1. The City's obligation to reimburse Centerra Properties West, LLC for certain costs incurred for a preliminary design of the Arterial Street Improvements. Refer to Section 6.5 of the PVH Agreement for specific terms.

2. Reimbursements for public improvements which were completed prior to January 20, 2004. Refer to Sections 12.3 and 13.5 of the MFA for specific terms.

3. Reimbursements for public improvements completed in connection with Development Projects not within the MFA Commercial Area, unless such public improvements are not eligible for reimbursement pursuant to the MFA, Section 12.3.

Special Condition No. 8 (Parcels A-1, A-3 and A-4):

Centerra Properties West, LLC and its affiliates are entitled to receive certain credits against City water system impact fees and City capital expansion fees for streets in connection with Development Projects within Parcels A-1, A-3 and A-4 (MFA Commercial Area) pursuant to the terms of the MFA. Refer to Section 12.1 of the MFA for the specific terms.

Special Condition No. 9 (Parcels A-1, A-3 and A-4):

Except as provided in Special Conditions Nos. 7 and 8 above, the Applicant of every project within Parcels A-1, A-3 and A-4 (MFA Commercial Area) shall be responsible for payment of all applicable City development fees and use taxes and for satisfaction of all raw water requirements. Refer to Section 12.3 of the MFA for the specific terms.

Special Condition No. 10 (Parcels A-2, A-5 and A-8):

With the exception of the local street segment as defined in LCUASS, all streets that are included in the City's Transportation Capital Improvement Plan, as part of the Transportation Plan ("CIP"), shall be deemed part of the City's street capital expansion fee system and eligible for street CEF reimbursement consistent with City policy, which City policy presently designates only those streets classified as arterial and above as part of such CIP system and eligible for reimbursement. To the extent the Developer, as a condition of the development of Parcels A-2, A-5 or A-8, has designed and/or constructed, or caused to be designed and constructed, improvements to such streets, it shall be entitled to a reimbursement therefor but such reimbursement shall be in an amount equal to the costs incurred by or on behalf of the Developer in the design and construction of such streets (including the cost of off-site easement acquisition), plus interest at the average rate received by the City on its investments over the twelve (12)-month period preceding the date such interest commences to accrue, compounded annually and accruing from the date of completion and acceptance of the eligible improvement to the date reimbursement has been made. The Developer shall be reimbursed an amount equal to eighty percent (80%) of each applicable street CEF actually paid by any person or entity other than the City for each building permit within all projects in the GDP, and such reimbursement shall continue to apply until the Developer has received reimbursements in an amount equal to the total cost, as calculated above, of those eligible streets designed and constructed, or caused to be designed and constructed, by the Developer. The remaining twenty percent (20%) of each applicable street CEF paid at building permit issuance may be used by the City to fund capital transportation costs in other areas of the City, as it deems appropriate. Reimbursements shall be made

by the City to the Developer on a quarterly basis. Notwithstanding the foregoing, the Developer shall not be entitled to any reimbursement from the City under this Special Condition for those "Public Improvements" which are not eligible for reimbursement from the City under Section 12.3 of the MFA.

Special Condition No. 11 (Parcel A-4):

Centerra Properties West, LLC and its affiliates are entitled to receive a deferral of certain City system impact fees and capital expansion fees for a defined period in connection with the development of the approved lifestyle center in Parcel A-4 pursuant to the terms of the MFA. Refer to Section 12.2 of the MFA for specific terms.

NOTIFICATION OF MINERAL ESTATE OWNERS

Special Condition No. 12 (Parcels A-1, A-6 and A-7):

The first application for a subdivision plat which includes any portion of that part of Parcel A-1 known as the Central Parcel of the Grange Addition or any portion of Parcels A-6 or A-7 shall require a public hearing before the Planning Commission at least thirty (30) days prior to the administrative approval of such subdivision plat, for the limited purpose of hearing objections of mineral estate owners, as such owners are defined by C.R.S. §24-65.5-102(5). Such public hearing shall constitute the "initial public hearing" for the subdivision plat application; notice thereof shall be given in accordance with the requirements of C.R.S. §24-65.5-103 and, except as required by C.R.S. §24-65.5-103(1.5), no further notice to mineral estate owners within such subdivision plat shall be given. Prior to final approval of the subdivision plat for which notice was given pursuant to this Special Condition, the Applicant shall provide the City with a written certification in accordance with the requirements of C.R.S. §24-65.5-103.3.

PLANNING

Special Condition No. 13 (Parcel A):

Developer shall provide sufficient Personal and Business Service Shops in Parcel A to service the Residential Uses in Parcel A.

Special Condition No. 14 (Parcels A-1 and A-3):

Residential uses which are not located in a Mixed-Use Structure shall not occupy more than eighteen (18) acres of land within Parcel A-1, nor shall such uses occupy more than a total of one hundred seven (107) acres within Parcels A-1 and A-3 combined.

Special Condition No. 15 (Parcel A-1):

Residential uses within Parcel A-1 which are not located in a Mixed-Use Structure shall be integrated into the Mixed Use Village Center project so that they have physical connections, and visually relate, to the other land use components within such project.

Special Condition No. 16 (Parcels A-6 and A-7):

Multi-family Dwellings and Single Family Dwellings within Parcels A-6 and A-7 shall be separated by an intervening public street, private road subject to a public access easement or open space a minimum of fifty feet (50') wide.

Special Condition No. 17 (Parcel A-1)

For a retail use occupying a minimum of 75,000 SF which utilizes a roof mounted US flag as part of their corporate branding, the maximum building and structure heights listed in Table 6-2 shall only apply to the building and not to the roof mounted flag pole, which shall not exceed a height of 35 feet above the highest part of the roof of the building.

POWER

Special Condition No. 18 (Parcels A-6 and A-7):

All subdivision plats for property within Parcels A-6 and A-7 shall include the following note: "The property included on this plat is located within the certified service territory of the Poudre Valley Rural Electric Association and is, therefore, subject to a five percent (5%) surcharge on electrical energy until (insert date 10 years after final approval of the Grange Addition), 2018."

RAILROAD

Special Condition No. 19 (Parcel A):

For the purpose of mitigating general railroad noise and vibration, the Applicant shall provide a buffer-yard between Buildings for residential occupancy on lots in Parcel A and the Union Pacific Railroad right-of-way in accordance with the requirements set forth in Section 15, Appendix A of the GDP.

Special Condition No. 20 (Parcels A-1, A-3 and A-8):

The Union Pacific Railroad tracks run through Parcel A generally from the northwest corner of such parcel to the southeast corner of the parcel. Residents adjacent to such railroad tracks may experience noise and vibration effects resulting from the passage of trains on such tracks in close proximity to adjacent Lots. A notice reciting the above-stated potential impacts from such railroad tracks shall be placed on each subdivision plat which includes any portion of Parcels A-1, A-3, or A-8 within 500 feet of the railroad right-of-way.

SCHOOL DISTRICT

Special Condition No. 21 (Parcel A-1):

The development of a Mixed Use Village Center in Parcel A-1 shall not require the dedication of land for a school site, however, the School District will assess fees in lieu of land dedication in accordance with the School District IGA as Category B (5 or more attached units).

Special Condition No. 22 (Parcels A-2 and A-8):

The Developer shall dedicate one ten (10)-acre elementary school site within Parcel A-2 or A-8 to the School District in accordance with the requirements of the School District IGA, the Municipal Code to the extent not inconsistent with the School District IGA, and the site selection criteria of the School District established by its current Master Plan. So long as the dedicated site provides two points of roadway access and does not contain on-site detention, the size of such site shall be ten (10) acres. If the foregoing conditions are not met with the site, the acreage may be increased, at the School District's discretion, up to a total of twelve (12) acres for such site, as needed to provide sufficient accessibility and developable acreage. The timing of the dedication shall be in accordance with the requirements of the Municipal Code and the School District IGA. Any land dedicated for a school site, which land is subsequently conveyed to the Developer or others upon the School District's determination that the land is not suitable for school purposes, shall remain subject to the Performance Standards and allowed uses for Parcels A-2 and A-8 following such conveyance. All land dedicated and used for school purposes shall remain subject to the Performance Standards to the extent consistent with State law.

In accordance with an agreement between the Developer and the School District, the School District has agreed to work in good faith with the Centerra DRC (or its assignee) to provide a design for the school on the dedicated school site generally consistent with the architectural theme of the GDP, subject to budgetary constraints of the School District and to the final decision of the Board of Education of the School District.

TRANSPORTATION

Special Condition No. 23 (Parcel A):

To the extent that street and/or trail crossings of the existing railroads are required as a condition of a Development Project within Parcel A to meet the ACF Regulations and any approved exceptions thereto or other applicable Municipal Code requirements, the City shall be responsible for processing

the requests for Public Utilities Commission approval of such crossings, and the Applicant shall be responsible for the payment of the City's reasonable costs incurred therefor, including reasonable attorney's fees.

Special Condition No. 24 (Parcel A-1):

Unless designed and constructed by others, or otherwise approved by the City Engineer, and to the extent needed to comply with the ACF Regulations and any approved exceptions thereto, the Applicant shall design and construct, or cause to be designed and constructed at no cost to the City, Kendall Parkway from Centerra Parkway to US 34 to the standards required by the Transportation Plan and LCUASS. The necessity, timing, scope and phasing of such construction shall be determined during review and approval of future Development Projects within that portion of Parcel A-1 formerly known as the Central Parcel on the Grange Addition.

Special Condition No. 25 (Parcels A-1 through A-4 and A-8):

Unless designed and constructed by others or by the City pursuant to the PVH Agreement, or otherwise approved by the City Engineer, and to the extent needed to comply with the ACF Regulations and any approved exceptions thereto, the Applicant shall design and construct, or cause to be designed and constructed at no cost to the City, the following street improvements to the standards required by the Transportation Plan and LCUASS. The timing, scope and phasing of such construction shall be determined during review and approval of future Development Projects within Parcels A-1 through A-4 and A-8.

(a) Rocky Mountain Avenue from north of the Union Pacific Railroad crossing to Crossroads Boulevard.

(b) Kendall Parkway from Boyd Lake Avenue to Rocky Mountain Avenue.

(c) CR 24 (East 29th Street) from Rocky Mountain Avenue under I-25 to the north/south major arterial roadway in Parcel A.

(d) Boyd Lake Avenue from CR 20C East 5th Street) to CR 24E (East 37th Street).

(e) CR 20C (East 5th Street) from Boyd Lake Avenue to CR 9E (Sculptor Drive).

(f) CR 9E (Sculptor Drive) from US 34 to State Highway 402.

Special Condition No. 26 (Parcel A-5):

Prior to or concurrent with the approval of any Development Project or Final Plat within Parcel A-5, or as otherwise approved by the City Engineer, the owner shall dedicate, at no cost to the City, the right-of-way necessary for all street improvements either within or adjacent to said Development Project or Final Plat that are shown on the Transportation Plan.

Special Condition No. 27 (Parcel A-5):

Unless designed and constructed by others or otherwise approved by the City Engineer, and to the extent needed to comply with the ACF Regulations and any approved exceptions thereto, the Applicant shall design and construct, or cause to be designed and constructed at no cost to the City, the following street improvements to the standards required by the Transportation Plan and LCUASS. The timing, scope and phasing of such construction shall be determined during review and approval of future Development Projects within Parcel A-5.

(a) County Road 3 from the north boundary of Parcel A-5 to US 34.

(b) Boyd Lake Avenue adjacent to Parcel C-4.

(c) Kendall Parkway from Boyd Lake Avenue to Rocky Mountain Avenue.

Special Condition No. 28 (Parcels A-6 and A-7):

Unless designed and constructed by others, or otherwise approved by the City Engineer, and to the extent needed to comply with the ACF Regulations and any approved exceptions thereto, the Applicant

shall design and construct, or cause to be designed and constructed at no cost to the City, the following street improvements to the standards required by the Transportation Plan and LCUASS. The necessity, timing, scope and phasing of such construction shall be determined during review and approval of future Development Projects within Parcels A-6 and A-7.

(a) High Plains Boulevard (LCR3) adjacent to Parcel A-7 to US 34.

(b) Centerra Parkway from Kendall Parkway to Crossroads Boulevard.

(c) An east-west collector street from Centerra Parkway to High Plains Boulevard (LCR3).

UTILITIES

Special Condition No. 29 (Parcel A-1):

At least thirty (30) days prior to the public hearing before the Planning Commission for the first Development Project within a Mixed Use Village Center, the Developer shall submit water demand projections and wastewater load projections for said project to the City's Water and Power Department. Based on such projections, the City shall update its water model to reflect the water demand projections for the Development Project and the Developer shall update its wastewater model for property east of I-25 to reflect the wastewater load projections for the Development Project. The updated models shall be reviewed and approved by the City's Water and Power Department prior to the public hearing of the City Council on the Development Project. Pending the Water and Power Department's approval of the updated models, which include the 850 dwelling units proposed in Parcel A-1, the Developer shall be responsible for capacity increases in water and wastewater conveyance components including all piping and sanitary sewer lift stations as well as I-25 crossings, but excluding water and wastewater treatment facilities.

Special Condition No. 30 (Parcel A-1):

Unless designed and constructed by others or otherwise approved by the Director of the Water and Power Department, the Developer shall design and construct, or cause to be designed and constructed, at no cost to the City, the following water and sanitary sewer improvements to City standards. The exact size and location of each improvement and the timing, scope and phasing of such construction shall be determined during review and approval of future Development Projects within that portion of Parcel A-1 known as the Central Parcel of the Grange Addition.

(a) A water main in Kendall Parkway from Centerra Parkway to US 34.

(b) A water main along the north side of US 34 from Centerra Parkway to the east boundary of Parcel A-1 with a connection to the water main described in subparagraph (a) above.

(c) A water main through that portion of Parcel A-1 known as the Central Parcel of the Grange Addition with two points of connection.

(d) Extension of the existing wastewater main located near US 34 and Centerra Parkway north of the Union Pacific Railroad tracks to the east boundary of Parcel A-1 and north to the north boundary of Parcel A-1, with sufficient capacity to accommodate wastewater flows from that portion of Parcel A-1 known as the Central Parcel of the Grange Addition and future development adjacent to such property.

(e) The Interchange Lift Station with appropriate mains and force mains, as described in the Technical Supplement to the Centerra Wastewater Master Plan dated February, 2005.

Special Condition No. 31 (Parcels A-6 and A-7):

Unless designed and constructed by others or otherwise approved by the Director of the Water and Power Department, the Developer shall design and construct, or cause to be designed and constructed at no cost to the City, the following water and sanitary sewer improvements to City standards. The exact size, location and capacity of each improvement and the timing, scope and phasing of such construction shall be determined during review and approval of future Development Projects within Parcels A-6 and A-7.

(a) A water main along the north side of US 34 from Centerra Parkway to the easternmost improvement within Parcel A-7.
(b) A water main through Parcels A-6 and A-7 with two points of connection to the water main described in subparagraph (a) above.

(c) A secondary water main connection between a water main within Parcels A-6 and A-7 and a water main in Centerra Parkway.

(d) Extension of the existing wastewater main located near US 34 and Centerra Parkway north of the Union Pacific Railroad tracks to the easternmost improvement within Parcel A-7, with sufficient capacity to accommodate wastewater flows from Parcels A-6 and A-7 and future development adjacent to such parcels.

(e) The Interchange Lift Station with appropriate mains and force mains, as described in the Technical Supplement to the Centerra Wastewater Master Plan dated February, 2005.

Special Condition No. 32 (Parcels A-1, A-6 and A-7):

Any reimbursement for the East Side Lift Station shall be in accordance with that Reimbursement Agreement by and between the Developer and the City of Loveland Water Department dated September 7, 2004.